

Wimbrow Dawne H
Form 4
January 02, 2019

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Wimbrow Dawne H

2. Issuer Name and Ticker or Trading Symbol
ALBANY INTERNATIONAL
CORP /DE/ [AIN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2018

____ Director
 Officer (give title below) _____ Other (specify below)
Vice President GIS & CIO

C/O ALBANY INTERNATIONAL
CORP., 216 AIRPORT DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ROCHESTER, NH 03867

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)		
								Code	V
Phantom Stock Units <u>(1)</u>	<u>(1)</u>	12/31/2018	D <u>(2)</u>	454	03/01/2015 <u>(1)(2)</u>	<u>(1)(2)</u>		Class A Common Stock	454
Phantom Stock Units <u>(3)</u>	<u>(3)</u>	12/31/2018	D <u>(4)</u>	1,011	03/01/2016 <u>(3)(4)</u>	<u>(3)(4)</u>		Class A Common Stock	1,011
Phantom Stock Units <u>(5)</u>	<u>(5)</u>	12/31/2018	D <u>(6)</u>	1,881	03/01/2017 <u>(5)(6)</u>	<u>(5)(6)</u>		Class A Common Stock	1,881
Phantom Stock Units <u>(7)</u>	<u>(7)</u>	12/31/2018	D <u>(8)</u>	1,706	03/01/2018 <u>(7)(8)</u>	<u>(7)(8)</u>		Class A Common Stock	1,706

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wimbrow Dawne H C/O ALBANY INTERNATIONAL CORP. 216 AIRPORT DRIVE ROCHESTER, NH 03867			Vice President GIS & CIO	

Signatures

Kathleen M. Tyrrell,
Attorney-in-Fact 01/02/2019

 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Phantom Stock Units granted on February 27, 2015 pursuant to the Phantom Stock Plan. Each Phantom Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting.
- (2) The forfeiture of 454 Phantom Stock Units pursuant to the Phantom Stock Unit Plan upon the reporting person's retirement from the Company.
- (3) Phantom Stock Units granted on February 25, 2016 pursuant to the Phantom Stock Plan. Each Phantom Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting.

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- (4) The forfeiture of 1,011 Phantom Stock Units pursuant to the Phantom Stock Unit Plan upon the reporting person's retirement from the Company.
- (5) Phantom Stock Units granted on February 23, 2017 pursuant to the Phantom Stock Plan. Each Phantom Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting.
- (6) The forfeiture of 1,881 Phantom Stock Units pursuant to the Phantom Stock Unit Plan upon the reporting person's retirement from the Company.
- (7) Phantom Stock Units granted on February 22, 2018 pursuant to the Phantom Stock Plan. Each Phantom Stock Unit entitles the holder to receive the cash equivalent of one share of Class A Common Stock at the time of vesting.
- (8) The forfeiture of 1,706 Phantom Stock Units pursuant to the Phantom Stock Unit Plan upon the reporting person's retirement from the Company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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